

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of:)	
)	
Implementation of the Cable)	
Television Consumer Protection)	
and Competition Act of 1992)	
)	
Development of Competition and)	CS Docket No. 01-290
Diversity in Video Programming)	
Distribution:)	
Section 628(c)(5) of the Communications)	
Act:)	
Sunset of Exclusive Contract Prohibition		

Comments of the



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December 3, 2001

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SUMMARY

ACA represents the interests of more than 900 independent cable companies serving about 7.5 million customers, predominantly in smaller markets and rural areas. ACA members have a vital interest in this proceeding. One factor above all is essential to the continuing viability of small cable companies – access to programming at fair and reasonable prices, terms, and conditions. Vertically integrated program vendors supply at least one-third of satellite-delivered analog programming on most ACA member systems. To ensure that smaller market consumers continue to have access to diverse satellite programming services over local cable systems, ACA advocates the following:

- Extending Section 628(c)(2)(D) for smaller markets.
- Providing protection for smaller cable companies from abuse of market power by network broadcasters and their satellite programming affiliates.
- Incorporating the 1998 amendments to Section 76.1000(c).

Extending the protection of Section 628(c)(2)(D) for smaller markets. Section II of these comments addresses the statutory and factual support for extending Section 628(c)(2)(D) to preserve and protect program diversity in smaller markets.

- **Statutory authority.** Section 628 expressly directs the Commission to consider program diversity in promulgating program access rules. On point in this proceeding, Section 628(c)(5) requires the Commission to determine if extension of the prohibition “continues to be necessary to preserve and protect competition and diversity in the distribution of video programming.”
- **Consequences to small cable companies of the sunset of Section 628(c)(2)(D).** We provide 10 examples of satellite programming offered on ACA member systems. If vertically integrated programming services are withheld from these small cable companies, their customers will lose between 30% and 42% of analog satellite programming services. Those consequences to program diversity would be multiplied through 900 similarly situated small cable companies.

- **Economic incentives to withhold programming.** Owners of vertically integrated programming will have powerful incentives to exclude small cable companies from exclusive contracts. Incentives include:
 - Obtaining subscribers from DBS through regional and national exclusive contracts with major MSOs, both affiliated and non-affiliated.
 - Obtaining subscribers from competing small cable companies through exclusive programming contracts.
 - Using denial of programming to obtain price concessions in small system acquisitions.
- **Programming is already being withheld from small cable companies.** The Commission can safely assume that owners of vertically integrated programming services will respond to the above incentives. We provide examples of how programming is already being withheld from small cable companies outside the scope of Section 628(c)(2)(D).

Providing protection for smaller cable companies from abuse of market power by network broadcasters and their satellite programming affiliates. In Section III of these comments, ACA asks the Commission to consider the abuse of market power by network broadcasters and their affiliated satellite networks. Consolidation in the broadcast and satellite programming industries has led to tremendous concentration of market power into four media conglomerates – Disney/ABC, CBS/Viacom, GE/NBC, and Fox/News Corp. Through retransmission consent, these entities have leveraged ownership of local broadcast stations into forced carriage and placement of dozens of affiliated satellite services. The Commission should investigate the networks’ retransmission consent practices, report such practices to Congress, and provide appropriate protection through program access regulations, retransmission consent regulations, or both.

Incorporating the 1998 amendments to Section 76.1000(c). In Section IV of these comments, ACA requests an update of 47 CFR §76.1000(c)(1) to incorporate changes to the definition of “buying group” ordered by the Commission in 1998.

ACA offers all available resources to assist the Commission in addressing the program access problems facing smaller cable companies.

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Comments of the



I. INTRODUCTION

ACA submits these comments on behalf of more than 900 independent cable companies. Together, ACA members serve about 7.5 million cable subscribers, primarily in smaller markets and rural areas in all 50 states. ACA members range from small, family-run cable systems to multiple system operators focusing on smaller systems and smaller markets. About half of ACA's members serve less than 1,000 subscribers. All ACA members face the challenges of building, operating, and upgrading broadband networks in lower density markets. No ACA member has an attributable interest in a satellite programming vendor.

ACA members share a vital interest in this proceeding. Because of ACA members' investment, risk-taking, and sustained effort, millions of smaller market consumers can choose among diverse satellite and broadcast programming delivered over local cable systems. One factor above all is essential to the continuing viability of the independent cable sector – access to programming at fair and reasonable prices, terms, and conditions. Vertically integrated program vendors supply at least one-third of satellite delivered programming on most ACA members' basic or expanded basic tiers. To ensure that smaller market cable customers continue to have access to these key satellite programming services, the Commission must extend Section 628(c)(2)(D).

Advocates of the complete sunset of Section 628(c)(2)(D) argue that the prohibition is no longer required due to strong competition from DBS. This argument overlooks smaller markets and neglects a principal purpose of Section 628(c)(2)(D) – preserving and protecting program diversity. Without protection like that provided by Section 628(c)(2)(D), small cable companies and program diversity in smaller markets risk becoming casualties in the war between major MSOs and EchoStar/DirecTV.

For these reasons, ACA asks the Commission to extend Section 628(c)(2)(D), at least as applied to small cable companies.

II. TO PRESERVE AND PROTECT PROGRAM DIVERSITY IN MARKETS SERVED BY SMALL CABLE COMPANIES, THE COMMISSION MUST EXTEND SECTION 628(c)(2)(D).

A. Section 628 obligates the Commission to extend Section 628(c)(2)(D) if necessary to preserve and protect program diversity.

Two elements of national communications policy underlie Section 628. The first – fostering competition to cable. This aspect of Section 628 has received much of the attention and energy of the Commission and interested parties.

The Commission should not allow the competition debate to obscure the second fundamental purpose of Section 628 – preserving and protecting program diversity. Smaller market cable providers have little or no economic leverage in dealing with programmers, including vertically integrated programmers. Consequently, Section 628 in general, and Section 628(c)(2)(D) in particular, are critical for continued access to diverse satellite programming.

The Commission has ample statutory authority to extend Section 628(c)(2)(D) to preserve and protect program diversity. Section 628(a) states, “The purpose of this section is to promote the public interest . . . by increasing competition and diversity in the multichannel video programming market.”¹ Similarly, Section 628(c)(1) directs the Commission to promulgate regulations for the purposes of “increasing competition and [program] diversity.”² On point in this proceeding, Section 628(c)(5) requires the Commission to determine if extension of the prohibition “continues to be necessary to preserve and protect competition and diversity in the distribution of video programming.”³ In short, regardless of the competitive status between major MSOs and

¹ 47 USC § 548(a).

² 47 USC § 548(c)(1).

³ 47 USC § 548(c)(5).

EchoStar/DirecTV, the Commission's obligation to foster, preserve, and protect program diversity provides an independent basis to extend Section 628(c)(2)(D).

The NPRM refers to the program diversity purpose of Section 628(c)(2)(D) in two paragraphs.⁴ Still, competitive issues remain the principal focus of the NPRM and the debate surrounding Section 628(c)(2)(D). The volume and intensity of this debate and the powerful interests involved have the potential of diverting attention from the importance of access to programming for smaller market cable systems and consumers. The Commission can resist this pressure by considering carefully program diversity concerns in smaller markets.

B. Vertically integrated satellite programming providers deliver key services to smaller market cable systems.

We cannot overstate the importance to ACA members of cable-affiliated satellite programming. In other proceedings, ACA has described its members' progress in upgrading systems and delivering advanced services in smaller markets.⁵ The foundation of this progress has been, and remains, the delivery of broadcast and satellite programming. Lack of access to programming on fair and reasonable prices, terms, and conditions, imperils the ability of smaller market cable systems to deliver diverse programming, as well as advanced services like cable modem services and digital cable. A key component of access to many important satellite services is Section 628(c)(2)(D).

⁴ *In the Matter of Implementation of the Cable Television Consumer Protection and Competition Act of 1992, Development of Competition and Diversity in Video Programming Distribution: Section 628(c)(5) of the Communications Act: Sunset of Exclusive Contract Prohibition, Notice of Proposed Rulemaking*, FCC 01-307 (rel. Oct. 2001) ("NPRM"), ¶¶ 1 and 11.

⁵ *In the Matter of Inquiry Concerning High-Speed Access to the Internet Over Cable and Other Facilities*, Docket No. 00-185, Comments of American Cable Association, pp. 3-9 (describing ACA member's progress in updating networks and offering cable modem services).

The principal cable-affiliated satellite services reportedly include at least the following 34 services:⁶

AT&T	AOL Time Warner	Cablevision Systems	Comcast	Cox
Comedy Central	CNN	American Movie Channel	E!	Animal Planet
Food Network	Cinemax	Bravo	Golf Channel	Discovery
Speedvision	CNN Headline News	Independent Film Channel	QVC	Outdoor Life
New England Cable News	CNNfn	Madison Square Gardens Network	Speedvision	Learning Channel
	CNN/Sports Illustrated		Style	Travel Channel
	CNN/Español		Women's Entertainment	
	Cartoon Network			
	Comedy Central			
	Court TV			
	HBO			
	HBO Family			
	HBO Plus			
	TBS			
	Turner Classic Movies			
	TNT			

These services provide the core of the satellite programming offered in smaller markets. If the programming owners were to deny smaller market cable systems access to this programming under exclusive distribution arrangements, the impact on program diversity should be self-evident.

To underscore the threat to program diversity of a complete sunset of Section 628(c)(2)(D), the next section provides examples of the potential impact on smaller

⁶ Kagan World Media, Cable Network Ownership Table, Spring/Summer 2001; Columbia Journalism Review, www.cjr.org.

market cable systems. We then describe some of the incentives for cable-affiliated programmers to withhold programming from smaller cable systems.

C. Examples of the consequences to program diversity in smaller markets if the prohibition on exclusive contracts were to sunset.

We provide below 10 examples of satellite programming offered on ACA member systems. Each example provides: (i) a brief description of the small cable company and system; (ii) a description of current program offerings; (iii) the percentage of the system's satellite channels at risk; and (iv) an exhibit containing current channel line-ups and projected channel line-ups if the prohibition were to sunset.⁷

1. Armstrong Cable Services, Butler, Pennsylvania

Armstrong is one of ACA's largest members, serving about 205,000 customers in smaller markets in Pennsylvania, West Virginia, Maryland, and Ohio. Armstrong Cable offers a single basic tier of analog services, plus premium channels. The company has launched digital cable and cable modem services in some of its systems.

The channel line-up of Armstrong's Butler, Pennsylvania, system is representative. In addition to broadcast stations, the system offers 50 satellite programming channels. Of these services, 21 are cable-affiliated programming services. Exhibit 1 first shows Armstrong's current analog channel line-up on its Butler system, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in analog satellite services of about 42%.

⁷ We have summarized actual channel cards to facilitate electronic filing.

2. Belhaven Cable TV, Belhaven, North Carolina

Belhaven Cable TV is a family-run cable company operating a single system serving about 600 subscribers in Belhaven, North Carolina. Belhaven Cable offers an expanded basic tier with 42 channels, plus premium services. Belhaven Cable has recently launched digital cable services on its small system.

In addition to broadcast stations, Belhaven Cable offers 29 analog satellite programming services. Of these services, 10 are cable-affiliated programming services. Exhibit 2 first shows Belhaven Cable's current analog channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in analog satellite services of about 34%.

3. Cedar Communications, Clear Lake, Washington

Cedar Communications is a small cable company serving about 4,400 customers in several communities in northwest Washington State. Cedar Communication offers a single tier of analog services, plus premium channels. Cedar Communications has also launched digital cable and cable modem services in some of its communities.

The channel line-up of Cedar Communications' Clear Lake, Washington, system is representative. In addition to broadcast stations, the system offers 46 analog satellite programming services. Of these services, 18 are cable-affiliated programming services. Exhibit 3 first shows Cedar Communication's current analog channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in analog satellite services of about 39%.

4. Coosa Cable Company, Pell City, Alabama

Coosa Cable is a family-owned cable company serving about 12,000 customers in several systems in central Alabama. Coosa Cable offers a single basic tier with broadcast and satellite services, plus premium channels.

The channel line-up of Coosa Cable's Pell City, Alabama, system is representative. In addition to broadcast stations, the system offers 33 satellite programming services. Of these services, 11 are cable-affiliated programming services. Exhibit 4 first shows Coosa Cable's current channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in satellite services of about 33%.

5. Great Plains Cable TV, Bloomfield, Nebraska

Great Plains Cable TV is a small cable company serving about 7,750 customers in several communities in northeast Nebraska. Great Plains Cable offers an expanded basic tier, plus premium channels.

The channel line-up of the company's Bloomfield, Nebraska, system is representative. In addition to broadcast stations, the system offers 40 satellite programming services. Of these services, 16 are cable-affiliated programming services. Exhibit 5 first shows Great Plains Cable's current analog channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in satellite channels of 40%.

6. Milestone Communications, Durham, New York

Milestone Communications is a small cable company serving about 6,000 customers in rural areas of New York, Pennsylvania, and West Virginia. Milestone Communications offers a single basic tier of service, plus premium channels.

The channel line-up of Milestone's Durham, New York, system is representative. In addition to broadcast stations, the system offers 40 satellite programming services. Of these services, 15 are cable-affiliated programming services. Exhibit 6 first shows Milestone's current analog channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in analog satellite services of about 37%.

7. Millennium Digital Media, Charlotte, Michigan

Millennium Digital Media is one of ACA's largest members, serving about 165,000 customers in five states. Millennium offers an expanded analog basic service, plus premium channels. Millennium has launched digital cable and cable modem services in some of its systems.

The analog channel line-up of Millennium's Charlotte, Michigan, system is representative. In addition to broadcast stations, the system offers 47 satellite programming services. Of these services, 15 are cable-affiliated programming services. Exhibit 7 first shows Millennium's current analog channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in analog satellite services of about 31%.

8. Pine Tree Cablevision, Pembroke, Maine

Pine Tree Cablevision is a small cable company serving about 7,500 customers in smaller markets in Maine and South Carolina. Pine Tree Cablevision offers a single tier of analog broadcast and satellite programming, plus premium channels. Pine Tree Cablevision has launched cable modem service and digital cable in some of its systems.

The channel line-up of Pine Tree's Pembroke, Maine, system is representative. In addition to broadcast stations, the system offers 36 satellite programming services. Of these services, 12 are cable-affiliated programming services. Exhibit 8 first shows Pine Tree's current analog channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in satellite services of about 33%.

9. Semo Communications, Anniston, Missouri

Semo Communications is a family-owned small cable company serving about 1,700 subscribers in several communities in southeast Missouri. Semo Communications offers a single analog basic tier, plus premium channels. The company has launched digital cable services and plans to launch cable modem services in the near term.

The analog channel line-up of Semo Communications' Anniston, Missouri, system is representative. In addition to broadcast stations, the system offers 49 satellite programming services. Of these services, 18 are cable-affiliated programming services. Exhibit 9 first shows Semo Communications' current analog channel line-up, then the

channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in satellite services of about 37%.

10. Shen-Heights TV, Shenandoah, Pennsylvania

Shen-Heights TV serves about 4,500 customers in east-central Pennsylvania. The family-owned company recently celebrated its 50th anniversary, a singular milestone for a cable company. Shen-Heights TV offers an 18-channel broadcast basic service and an expanded basic service of an additional 36 satellite channels, plus premium channels. The company has recently launched cable modem services and digital cable services.

Shen-Heights TV maintains a single channel line-up. In addition to broadcast stations, the system offers 36 satellite programming services. Of these services, 14 are cable-affiliated programming services. Exhibit 10 first shows Shen-Heights TV's current analog channel line-up, then the channel line-up if the company loses access to cable-affiliated programming. The result: a reduction in satellite services of about 38%.

As the above examples demonstrate, the sunset of Section 628(c)(2)(D) means that smaller market cable systems and consumers risk losing access to between 30% and 42% of satellite programming on basic or expanded basic tiers. These 10 examples are representative of the threat to program diversity in more than 900 independent cable systems serving 7.5 million consumers in smaller markets. No argument can be made that a such a reduction in satellite services "protects and preserves program diversity" in smaller markets.

D. Smaller market cable operators require the continued protection of Section 628(c)(2)(D) because owners of cable-affiliated satellite channels have strong incentives to withhold programming.

Lack of access to vertically integrated programming would gut the channel line-ups of smaller market cable operators. The question then becomes: Does a genuine threat of this conduct exist? An analysis of the powerful economic incentives for MSOs to enter into exclusive contracts, plus conduct outside of Section 628(c)(2)(D), leads to one answer. For smaller market cable operators, the threat is genuine and protection is necessary.

1. Owners of cable-affiliated programming have powerful incentives to withhold programming from smaller market cable operators.

Vertically integrated programming vendors sell programming to smaller cable systems in response to two incentives – monthly license fees and the potential for higher advertising revenues. An obvious question: Why would a cable-affiliated program vendor withhold programming and forego incremental revenue? ACA believes that owners of cable-affiliated programming will respond to at least three strong incentives to enter into exclusive deals that would withhold programming from smaller market cable operators. These incentives are:

- Obtaining subscribers from DBS.
- Obtaining subscribers from competing small cable companies.
- Using denial of programming to gain price concessions in small system acquisitions.

We discuss each of these incentives below.

a. Vertically integrated programming providers will have an incentive to enter into regional or national exclusive programming contracts aimed at DBS competitors.

To gain a competitive advantage over EchoStar/DirecTV, owners of vertically integrated programming will likely enter into exclusive programming contracts with preferred regional or national MSOs, both affiliated and non-affiliated. The most efficient and valuable basis to grant exclusivity will be on a regional or national basis, rather than on a franchise-by-franchise basis.

The major MSOs will be the clear winners in these transactions. MSOs granted exclusive distribution rights will have an opportunity to attract DBS subscribers with exclusive programming, resulting in increased subscriber revenues (a minimum of \$40-\$50 per subscriber) and increased system values (at least \$3,500-\$5,000 per subscriber).

The cable-affiliated programmer will probably win in these transactions as well. The competitive advantage from exclusive distribution rights will increase MSO demand for exclusive programming deals, supporting higher license fees. The increased license fees will offset, and probably exceed, loss of revenues from excluded distributors. In this way, vertically integrated programmers can also gain from exclusivity.

Where do ACA members fit into these transactions? Nowhere. ACA members operate locally, not regionally or nationally. In situations involving regional or national exclusive distribution rights, there is little incentive to carve out exceptions for smaller cable systems. For each small system subscriber lost under exclusivity, the vertically integrated program provider will likely lose revenue between \$0.10 and \$0.75 per month, depending on the service. In contrast, for each former DBS subscriber gained through regional or national exclusive program offerings, the MSO with exclusive

distribution rights will gain all monthly revenue from that subscriber, plus increased system value. In economic terms, an external cost of this gain will be the cost to small cable companies and consumers of reduced program diversity.

b. Vertically integrated programming providers will have an incentive to deny programming to small cable companies that are competitors.

In competitive situations, owners of vertically integrated programming have a powerful incentive to deny programming to small cable companies. A handful of ACA members already have service areas that overlap those of some major MSOs. Because of the expansion of MSO facilities and the expansion of independent cable systems, competition between MSO's and ACA members will likely increase. By offering exclusive programming, an MSO will gain an overwhelming competitive advantage over an independent cable operator. As discussed above, the MSO will gain subscribers and monthly revenues worth far more than any license fees lost (or higher license fees paid) through exclusive distribution arrangements.

c. Vertically integrated programming providers will have an incentive to deny programming to acquisition targets.

The sunset of Section 628(c)(2)(D) presents the risk of strategic use of program access in acquisitions of small cable systems. Many ACA members own cable systems adjacent to systems owned by major MSOs. A common transaction in the industry, and an important exit strategy for smaller systems, is the sale of a system to a major MSO. As in any acquisition, the buyer has an incentive to obtain the system at the lowest price.

Cable systems are generally valued on revenues or cash flow, with the subscriber base being a key factor in those measures. By denying access to

programming, an owner of vertically integrated programming could readily decrease the revenues and subscriber base of a small acquisition target. The MSO buyer could then acquire the system at a deflated price. A less obvious exercise of market power would occur in the context of sale negotiations, where the threat of denial of program access could force price concessions.

As discussed above, exclusive programming contracts will offer major MSOs opportunities to increase competitive advantage, maximize profits, and increase company value. Absent restraint, rational MSOs will respond to those economic incentives and enter into exclusive distribution arrangements. The Commission can safely assume that these consequences would follow a complete sunset of the prohibition on exclusive contracts. As discussed below, outside of Section 628(c)(2)(D), programming is already being withheld from small cable companies.

2. MSOs are already responding to the incentives to deny small cable companies access to programming.

The incentives to deny programming and the consequences to program diversity are not hypothetical. In circumstances outside of Section 628(c)(2)(D), these incentives are already resulting in denial of programming to small cable companies. Two examples follow:

AT&T/DigitalTVLand. AT&T owns Headend in the Sky (“HITS”), a wholesale distributor of digital programming via satellite. HITS services have been instrumental in enabling many smaller systems to expand channel offerings through digital services, and ACA has been a prime supporter of this service. Among the digital services carried by HITS is TVLand, a popular entertainment channel. But of all the channels carried by

HITS, ACA members cannot receive digital TVLand from HITS. AT&T apparently has a national exclusive contract for the service.

AT&T/New England Cable News (“NECN”). The Commission is familiar with NECN. In 1994, in response to a petition for exclusivity by Continental Cablevision, the Commission granted a limited waiver of Section 628(c)(2)(D) for NECN.⁸ The Order gave NECN an 18-month window to enter into exclusive programming contracts, and the exclusivity terms were to end by June 2001. AT&T is the successor to Continental’s attributable interest in NECN.

NECN has recently denied access to its service to at least one ACA member based on an exclusive contract with AT&T. The small system seeking access to NECN competes with AT&T in one market. NECN now claims that it is delivered terrestrially, and it cannot provide access to its programming because of its contract with AT&T.

These examples show that major MSOs, when unrestrained by Section 628(c)(2)(D), will enforce exclusive programming contracts against small cable companies. This conduct will likely proliferate if Section 628(c)(2)(D) sunsets. To preserve and protect program diversity in markets served by small cable companies, the Commission must extend the protection of Section 628(c)(2)(D) for small cable.

⁸ *In the Matter of New England Cable News*, 9 FCC Rcd. 3231 (rel. June 1994).

III. ABUSES OF MARKET POWER BY NETWORK BROADCASTERS AND AFFILIATED SATELLITE PROGRAMMERS WARRANT EXPANDING PROGRAM ACCESS PROTECTION.

In considering program access issues, the Commission should also evaluate the continuing abuses of market power by broadcasters and affiliated satellite programmers. Their conduct has substantially reduced program diversity, restricted consumer choice, and increased the costs of cable services to smaller market consumers.

In other pending proceedings, ACA has provided the Commission with substantial evidence of how consolidation in the broadcast and satellite programming industries has led to tremendous concentration of market power into four media conglomerates – Disney/ABC, CBS/Viacom, GE/NBC, and Fox/News Corp.⁹ Through retransmission consent, these entities have leveraged ownership of local broadcast stations into forced carriage and placement of dozens of affiliated satellite services. Because network signals are essential services for cable, and the networks benefit from protected markets, independent cable systems have no meaningful bargaining power in retransmission consent negotiations.

Through bundling, tying, forced carriage on basic, and other requirements of retransmission consent, the owners of four networks now control up to 60% of satellite services on many independent cable systems. ACA again asks the Commission to investigate the networks' retransmission consent practices and provide appropriate

⁹ *In the Matter of Carriage of Digital Television Broadcast Signals, Amendments to Part 76 of the Commission's Rules, Implementation of the Satellite Home Viewer Improvement Act of 1999*, CS Docket No. 98-102, Comments of American Cable Association, pp. 4-15 (describing specific examples of abuse of market power by network broadcasters and satellite affiliates in retransmission consent negotiations with small cable companies); see also *Petition For Inquiry Into Network Practices*, DA 01-1264, Comments of American Cable Association, pp. 2-4.

protection, either through program access regulations, retransmission consent regulations, or both.

IV. THE COMMISSION SHOULD REVISE SECTION 76.1000(c) TO INCORPORATE THE 1998 AMENDMENTS TO THE DEFINITION OF “BUYING GROUP.”

ACA requests that the Commission update 47 CFR §76.1000(c)(1) to incorporate changes to the definition of “buying group” ordered by the Commission in 1998.¹⁰ Based on ACA’s input, the Commission amended the definition of “buying group” to incorporate a cash reserve requirement in lieu of other types of liability.¹¹ As explained in an *Erratum* released in 1999, the changes were inadvertently omitted from the modifications to Part 76.¹² To rectify that omission, ACA asks that the Commission correct 47 CFR §76.1000(c)(1).

¹⁰ *Implementation of the Cable Television Consumer Protection and Competition Act of 1992: Petition for Rulemaking of Ameritech New Media, Inc. Regarding Development of Competition and Diversity in Video Programming Distribution and Carriage, Report and Order*, 13 FCC Rcd. 15822 (rel. Aug. 1998) (“Ameritech New Media Order”).

¹¹ *Id.*

¹² *Erratum to Ameritech New Media Order*, 13 FCC Rcd. 15822 (rel. Nov. 1999).

V. CONCLUSION

For ACA members, program access represents the most critical and threatening aspect to their cable businesses. To ensure that smaller market consumers can continue to receive diverse satellite programming from small cable companies, the Commission should:

- Extend Section 628(c)(2)(D) as applied to small cable companies.
- Investigate the abuse of market power in retransmission consent by network owners and their satellite programming affiliates and provide appropriate protection through revised program access regulations or retransmission consent regulations.
- Revise Section 76.1000(c)(1) as previously ordered.

ACA will devote all available resources to assist the Commission in preserving and protecting program diversity in smaller markets.

Respectfully submitted,

AMERICAN CABLE ASSOCIATION

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December 3, 2001

EXHIBIT 1

ARMSTRONG CABLE SERVICES

BUTLER, PENNSYLVANIA

ARMSTRONG CABLE SERVICES - Butler, PA

Basic and premium channel line-up

2	KDKA 2 CBS PITTSBURGH, PA	24	HOME SHOPPING NETWORK	45	AMERICAN MOVIE CLASSICS*
3	CABLE NEWS NETWORK*	25	THE WEATHER CHANNEL	46	C-SPAN
4	WTAE ABC - PITTSBURGH, PA	26	CNN HEADLINE NEWS*	47	PENNSYLVANIA CABLE NETWORK
5	HOME BOX OFFICE*	27	THE LEARNING CHANNEL*	48	ETERNAL WORD TELEVISION NETWORK
6	CINEMAX*	28	ARTS & ENTERTAINMENT NETWORK	49	TV GUIDE CHANNEL
7	TBS SUPERSTATION*	29	LIFETIME	50	SCHOOL CHANNEL
8	NICKELODEON	30	TURNER NETWORK TELEVISION*	51	FX
9	WPGH 53 FOX - PITTSBURGH, PA	31	PITTSBURGH CABLE NEWS CHANNEL	52	THE TRAVEL CHANNEL*
10	A CHANNEL	32	COMEDY CENTRAL*	53	COUNTRY MUSIC TELEVISION
11	WPXI 11 NBC - PITTSBURGH, PA	33	CARTOON NETWORK*	54	HOME & GARDEN TELEVISION
12	ESPN	34	THE NATIONAL NETWORK	55	WOMEN'S ENTERTAINMENT*
13	WQED 13 PBS - PITTSBURGH, PA	35	INSPIRATIONAL TELEVISION NETWORK	56	TURNER CLASSIC MOVIES*
14	SHOWTIME	36	QVC*	57	THE HISTORY CHANNEL
15	FOX FAMILY CHANNEL	37	COURT TV*	58	ANIMAL PLANET*
16	FOX NEWS	38	MUSIC TELEVISION	59	SCI-FI CHANNEL
17	DISNEY CHANNEL	39	VH-1	60	E! ENTERTAINMENT TELEVISION*
18	THE DISCOVERY CHANNEL*	40	WPCB 40 IND - GREENSBURG, PA	61	FOOD NETWORK*
19	WNPA 19 UPN - PITTSBURGH, PA	41	WGN	62	BRAVO*
20	MSNBC	42	CNBC	63	CNNI*
21	TV LAND	43	FOX SPORTS NET PITTSBURGH	69	LEASED ACCESS
22	WCWB 22 WB - PITTSBURGH, PA	44	ESPN2	70	GRTV
23	USA NETWORK				

*** denotes vertically integrated programming

Without vertically integrated programming

2	KDKA 2 CBS PITTSBURGH, PA	25	THE WEATHER CHANNEL	45	AMERICAN MOVIE CLASSICS
3	CABLE NEWS NETWORK	26	CNN HEADLINE NEWS	46	C-SPAN
4	WTAE ABC - PITTSBURGH, PA	27	THE LEARNING CHANNEL	47	PENNSYLVANIA CABLE NETWORK
5	HOME BOX OFFICE	28	ARTS & ENTERTAINMENT NETWORK	48	ETERNAL WORD TELEVISION NETWORK
6	CINEMAX	29	LIFETIME	49	TV GUIDE CHANNEL
7	TBS SUPERSTATION	30	TURNER NETWORK TELEVISION	50	SCHOOL CHANNEL
8	NICKELODEON	31	PITTSBURGH CABLE NEWS CHANNEL	51	FX
9	WPGH 53 FOX - PITTSBURGH, PA	32	COMEDY CENTRAL	52	THE TRAVEL CHANNEL
10	A CHANNEL	33	CARTOON NETWORK	53	COUNTRY MUSIC TELEVISION
11	WPXI 11 NBC - PITTSBURGH, PA	34	THE NATIONAL NETWORK	54	HOME & GARDEN TELEVISION
12	ESPN	35	INSPIRATIONAL TELEVISION NETWORK	55	WOMEN'S ENTERTAINMENT
13	WQED 13 PBS - PITTSBURGH, PA	36	QVC	56	TURNER CLASSIC MOVIES
14	SHOWTIME	37	COURT TV	57	THE HISTORY CHANNEL
15	FOX FAMILY CHANNEL	38	MUSIC TELEVISION	58	ANIMAL PLANET
16	FOX NEWS	39	VH-1	59	SCI-FI CHANNEL
17	DISNEY CHANNEL	40	WPCB 40 IND - GREENSBURG, PA	60	E! ENTERTAINMENT TELEVISION
18	THE DISCOVERY CHANNEL	41	WGN	61	FOOD NETWORK
19	WNPA 19 UPN - PITTSBURGH, PA	42	CNBC	62	BRAVO
20	MSNBC	43	FOX SPORTS NET PITTSBURGH	63	CNNI
21	TV LAND	44	ESPN2	69	LEASED ACCESS
22	WCWB 22 WB - PITTSBURGH, PA			70	GRTV
23	USA NETWORK				
24	HOME SHOPPING NETWORK				

EXHIBIT 2

BELHAVEN CABLE TV

BELHAVEN, NORTH CAROLINA

BELHAVEN CABLE TV - Belhaven, NC

Expanded basic and premium channel line-up

2	PBS-WUND Columbia	30	Trinity Broadcasting
3	Fox Family Channel	31	BET
4	Local – Public Service Announcements	32	CNBC
5	HBO *	33	Discovery *
6	ESPN	34	The Learning Channel *
7	WITN-NBC, Washington, NC	35	The Weather Channel
8	WFXI-Fox, Morehead City, NC	36	Headline News *
9	WNCT-CBS, Greenville, NC	37	Nickelodeon
10	CNN *	38	Pax TV
11	Fox News Network	39	Cartoon Network *
12	WCTI-ABC, New Bern, NC	40	Disney Channel
13	TBS *	41	ZDTV
23	WGN	42	Home & Garden Television
24	A&E	43	MTV
25	QVC Home Shopping *	44	Outdoor Channel
26	The Home Shopping Network	53	C-Span
27	Cinemax *	55	Golf Channel *
28	ARTS	** denotes vertically integrated programming.	
29	Showtime		

Without vertically integrated programming

2	PBS-WUND Columbia	29	Showtime
3	Fox Family Channel	30	Trinity Broadcasting
4	Local – Public Service Announcements	31	BET
5	HBO	32	CNBC
6	ESPN	33	Discovery
7	WITN-NBC, Washington, NC	34	The Learning Channel
8	WFXI-Fox, Morehead City, NC	35	The Weather Channel
9	WNCT-CBS, Greenville, NC	36	Headline News
10	CNN	37	Nickelodeon
11	Fox News Network	38	Pax TV
12	WCTI-ABC, New Bern, NC	39	Cartoon Network
13	TBS	40	Disney Channel
23	WGN	41	ZDTV
24	A&E	42	Home & Garden Television
25	QVC Home Shopping	43	MTV
26	The Home Shopping Network	44	Outdoor Channel
27	Cinemax	53	C-Span
28	ARTS	55	Golf Channel

EXHIBIT 3

CEDAR COMMUNICATIONS

CLEAR LAKE, WASHINGTON

CEDAR COMMUNICATIONS - Clear Lake, WA

Basic and premium channel line-up

2	CBUT	22	USA	42	HBO PLUS *
3	TV GUIDE	23	FOX SPORTS NW	43	ANIMAL PLANET *
4	KOMO/ABC	24	TCM *	44	FX MOVIES
5	KING/NBC	25	DISCOVERY *	45	TV LAND
6	LOCAL ADVERTISING	26	AMC *	46	SCI-FI CHANNEL
7	KIRO/CBS	27	LIFETIME	47	COMEDY CENTRAL *
8	TBS *	28	NASHVILLE NETWORK	48	CARTOON NETWORK *
9	KCTS	29	NICKELODEON	49	GREAT AMER.COUNTRY
10	KTZZ/WB	30	A&E	50	OUTDOOR CHANNEL
11	KSTW	31	NW NEWS CHANNEL	53	CINEMAX *
12	KVOS	32	VH1	54	HISTORY
13	KCPQ/FOX	33	QVC *	55	WEATHER CHANNEL
14	HBO *	34	ESPN2	56	TVW
15	HBO FAMILY *	35	LEARNING CHANNEL *	57	HEADLINE NEWS *
16	KONG TV	36	TBN	58	CSPAN
17	TNT *	37	FOOD NETWORK *	59	CNN-FN *
18	ESPN	38	HOME & GARDEN	60	FOX FAMILY
19	CNN *	39	SHOWTIME	61	FOX NEWS
20	KWPX	40	THE MOVIE CHANNEL	62	FX
21	MTV	41	FLIX	63	AMERICAN HEALTH

“**” denotes vertically integrated programming.

Without vertically integrated programming

2	CBUT	22	USA	42	HBO PLUS
3	TV GUIDE	23	FOX SPORTS NW	43	ANIMAL PLANET
4	KOMO/ABC	24	TCM	44	FX MOVIES
5	KING/NBC	25	DISCOVERY	45	TV LAND
6	LOCAL ADVERTISING	26	AMC	46	SCI-FI CHANNEL
7	KIRO/CBS	27	LIFETIME	47	COMEDY CENTRAL
8	TBS	28	NASHVILLE NETWORK	48	CARTOON NETWORK
9	KCTS	29	NICKELODEON	49	GREAT AMER.COUNTRY
10	KTZZ/WB	30	A&E	50	OUTDOOR CHANNEL
11	KSTW	31	NW NEWS CHANNEL	53	CINEMAX
12	KVOS	32	VH1	54	HISTORY
13	KCPQ/FOX	33	QVC	55	WEATHER CHANNEL
14	HBO	34	ESPN2	56	TVW
15	HBO FAMILY	35	LEARNING CHANNEL	57	HEADLINE NEWS
16	KONG TV	36	TBN	58	CSPAN
17	TNT	37	FOOD NETWORK	59	CNN-FN
18	ESPN	38	HOME & GARDEN	60	FOX FAMILY
19	CNN	39	SHOWTIME	61	FOX NEWS
20	KWPX	40	THE MOVIE CHANNEL	62	FX
21	MTV	41	FLIX	63	AMERICAN HEALTH

EXHIBIT 4

COOSA CABLE COMPANY

PELL CITY, ALABAMA

COOSA CABLE COMPANY - Pell City, AL

Basic and premium channel line-up

2	WIAT	26	Discovery Network *
3	Home Box Office *	27	Arts and Entertainment
4	Cinemax *	28	Nickelodeon
5	WTBS *	29	Lifetime Network
6	WBRC	30	The Weather Channel
7	Odyssey Channel	31	CNBC-Financial News
8	WTTO	32	Black Entertainment TV
9	WGN	33	Video Hits 1
10	WBIQ	34	The Learning Channel *
11	ESPN	35	SCI-FI Channel
12	Channel 12	36	American Movie Classics *
13	WVTM	37	WTJP
14	Fox Sports South	38	CSPAN I
15	USA Network	39	The Health Network
16	The Nashville Network	40	ESPN 2
17	Cable News Network *	41	Great American Country
18	QVC Shopping Network *	42	Cartoon Network *
19	Home Shopping Network	43	History Channel
20	The Disney Channel	44	PAX TV
21	WJSU	45	HGTV
22	WABM	46	Fox Family Channel
23	Turner Network Television *	47	MSNBC
24	TV Guide Channel	48	E! Entertainment TV *

“*” denotes vertically integrated programming.

Without vertically integrated programming

2	WIAT	26	Discovery Network
3	Home Box Office	27	Arts and Entertainment
4	Cinemax	28	Nickelodeon
5	WTBS	29	Lifetime Network
6	WBRC	30	The Weather Channel
7	Odyssey Channel	31	CNBC-Financial News
8	WTTO	32	Black Entertainment TV
9	WGN	33	Video Hits 1
10	WBIQ	34	The Learning Channel
11	ESPN	35	SCI-FI Channel
12	Channel 12	36	American Movie Classics
13	WVTM	37	WTJP
14	Fox Sports South	38	CSPAN I
15	USA Network	39	The Health Network
16	The Nashville Network	40	ESPN 2
17	Cable News Network	41	Great American Country
18	QVC Shopping Network	42	Cartoon Network
19	Home Shopping Network	43	History Channel
20	The Disney Channel	44	PAX TV
21	WJSU	45	HGTV
22	WABM	46	Fox Family Channel
23	Turner Network Television	47	MSNBC
24	TV Guide Channel	48	E! Entertainment TV

EXHIBIT 5

GREAT PLAINS CABLE TV

BLOOMFIELD, NEBRASKA

GREAT PLAINS CABLE TV - Bloomfield, NE

Extended basic and premium channel line-up

2	Showtime	28	VH-1
3	Fox-KPTH	29	CNBC
4	NBC-KTIV	30	QVC *
5	HBO *	31	Headline News Network *
6	USA	32	CMT
7	WTBS *	33	Fox Sports Network
8	ABC-Lincoln	34	The Learning Channel *
9	ABC-KCAU	35	The Hallmark Channel
10	CBS-KOLN	36	Lifetime
11	CBS-KELO	37	Fox News Channel
12	The Family Channel	38	The Travel Channel *
13	ESPN	39	Sci-Fi Channel
14	ETC-KXNE	42	TV Food Network *
16	The Discovery Channel *	43	Encore
17	CNN *	44	Home & Garden TV
18	American Movie Classics *	45	Outdoor Life *
19	TV Guide	46	ESPN 2
20	TNN	47	Cartoon Network *
21	Local Community Channel	48	Comedy Central *
22	The Disney Channel	49	The History Channel
23	A&E	50	Turner Classic Movies *
24	WGN	58	TV Land
25	TNT *	59	C-Span
26	Nickelodeon	60	Animal Planet *
27	The Weather Channel	61	MTV

“*” denotes vertically integrated programming.

Without vertically integrated programming

2	Showtime	28	VH-1
3	Fox-KPTH	29	CNBC
4	NBC-KTIV	30	QVC
5	HBO	31	Headline News Network
6	USA	32	CMT
7	WTBS	33	Fox Sports Network
8	ABC-Lincoln	34	The Learning Channel
9	ABC-KCAU	35	The Hallmark Channel
10	CBS-KOLN	36	Lifetime
11	CBS-KELO	37	Fox News Channel
12	The Family Channel	38	The Travel Channel
13	ESPN	39	Sci-Fi Channel
14	ETC-KXNE	42	TV Food Network
16	The Discovery Channel	43	Encore
17	CNN	44	Home & Garden TV
18	American Movie Classics	45	Outdoor Life
19	TV Guide	46	ESPN 2
20	TNN	47	Cartoon Network
21	Local Community Channel	48	Comedy Central
22	The Disney Channel	49	The History Channel
23	A&E	50	Turner Classic Movies
24	WGN	58	TV Land
25	TNT	59	C-Span
26	Nickelodeon	60	Animal Planet
27	The Weather Channel	61	MTV

EXHIBIT 6

MILESTONE COMMUNICATIONS

DURHAM, NEW YORK

MILESTONE COMMUNICATIONS - Durham, NY

Basic and premium channel line-up

2	HBO *	27	WPIX New York
3	CNN *	28	MTV
4	The Weather Channel	29	Nickelodeon
5	Cinemax *	30	TV Guide
6	WRGB (CBS) Albany	31	Sci-Fi Channel
7	ESPN	32	TNT *
8	WXXA (FOX) Albany	33	Arts & Entertainment
9	Animal Planet *	34	Country Music Television
10	WTEN (ABC) Albany	35	FOX News Network
11	TBS *	36	TV Land
12	National Network	37	Trinity Broadcasting
13	WNYT (NBC) Albany	38	Turner Classic Movies *
14	Madison Square Garden *	39	The History Channel
15	FOX Family	40	PAX TV
16	Local Access	41	American Movie Classics *
17	PBS	42	ESPN 2
18	WGN Chicago	43	HGTV
19	Headline News *	44	Comedy Central *
20	Showtime	45	C-SPAN
21	The Movie Channel	46	VH-1
22	Disney Channel	47	The Health Network
23	Discovery Channel *	48	The Travel Channel *
24	Lifetime	49	The Learning Channel *
25	USA	50	Home Shopping Network
26	QVC *	51	FX

“*” denotes vertically integrated programming

Without vertically integrated programming

2	HBO	27	WPIX New York
3	CNN	28	MTV
4	The Weather Channel	29	Nickelodeon
5	Cinemax	30	TV Guide
6	WRGB (CBS) Albany	31	Sci-Fi Channel
7	ESPN	32	TNT
8	WXXA (FOX) Albany	33	Arts & Entertainment
9	Animal Planet	34	Country Music Television
10	WTEN (ABC) Albany	35	FOX News Network
11	TBS	36	TV Land
12	National Network	37	Trinity Broadcasting
13	WNYT (NBC) Albany	38	Turner Classic Movies
14	Madison Square Garden	39	The History Channel
15	FOX Family	40	PAX TV
16	Local Access	41	American Movie Classics
17	PBS	42	ESPN 2
18	WGN Chicago	43	HGTV
19	Headline News	44	Comedy Central
20	Showtime	45	C-SPAN
21	The Movie Channel	46	VH-1
22	Disney Channel	47	The Health Network
23	Discovery Channel	48	The Travel Channel
24	Lifetime	49	The Learning Channel
25	USA	50	Home Shopping Network
26	QVC	51	FX

EXHIBIT 7

MILLENNIUM DIGITAL MEDIA

CHARLOTTE, MICHIGAN

MILLENNIUM DIGITAL MEDIA - Charlotte, MI

Expanded basic and premium channel line-up

2	WKBD-50 UPN (Detroit)	22	WXMI-17 FOX (Grand Rapids)	44	VH-1
3	WLAJ-53 ABC (Lansing)	23	EWTN	45	CMT
4	WOTV-41 ABC (Battle Creek)	24	WBL WB Network	46	MTV
5	TV Guide	25	HBO *	47	E! Entertainment Television *
6	WHTV-18 UPN (Lansing)	26	TBN	48	USA
7	WSYM-47 FOX (Lansing)	27	Showtime	49	TNT *
8	WOOD-8 NBC (Grand Rapids)	28	Nickelodeon	50	TBS *
9	WKAR-23 PBS (E. Lansing)	29	ABC Family	51	FX
10	Access Channel	30	The Disney Channel	52	Lifetime
11	ShopNBC	31	Cartoon Network *	53	American Movie Classics *
12	WILX-10 NBC (Lansing)	32	ESPN	54	A&E
13	WLNS-6 CBS (Lansing)	33	ESPN 2	55	Comedy Channel *
14	WZPX-43 PAX/WB	34	Fox Sports Net-Detroit	56	Sci-Fi
15	Flix	35	Fox Movies	57	The History Channel
16	WMT-3 CBS (Kalamazoo)	36	CNN *	58	HGTV
17	WGN	37	Headline News *	59	The Discovery Channel *
18	The Movie Channel	38	Fox News Channel	60	The Learning Channel *
19	C-Span 2	39	CNBC	61	Turner Classic Movies *
20	Cinemax *	40	The Weather Channel	67	Outdoor Channel
21	Access Channel	41	MSNBC	68	National Geographic
		42	Court TV *	97	QVC *
		43	TNN	99	C-Spa

"*" denotes vertically integrated programming.

Without vertically integrated programming

2	WKBD-50 UPN (Detroit)	34	Fox Sports Net-Detroit
3	WLAJ-53 ABC (Lansing)	35	Fox Movies
4	WOTV-41 ABC (Battle Creek)	36	CNN
5	TV Guide	37	Headline News
6	WHTV-18 UPN (Lansing)	38	Fox News Channel
7	WSYM-47 Fox (Lansing)	39	CNBC
8	WOOD-8 NBC (Grand Rapids)	40	The Weather Channel
9	WKAR-23 PBS (E. Lansing)	41	MSNBC
10	Access Channel	42	Court TV
11	ShopNBC	43	TNN
12	WILX-10 NBC (Lansing)	44	VH-1
13	WLNS-6 CBS (Lansing)	45	CMT
14	WZPX-43 PAX/WB	46	MTV
15	Flix	47	E! Entertainment Television
16	WMT-3 CBS (Kalamazoo)	48	USA
17	WGN	49	TNT
18	The Movie Channel	50	TBS
19	C-Span 2	51	FX
20	Cinemax	52	Lifetime
21	Access Channel	53	American Movie Classics
22	WXMI-17 Fox (Grand Rapids)	54	A&E
23	EWTN	55	Comedy Channel
24	WBL WB Network	56	Sci-Fi
25	HBO	57	The History Channel
26	TBN	58	HGTV
27	Showtime	59	The Discovery Channel
28	Nickelodeon	60	The Learning Channel
29	ABC Family	61	Turner Classic Movies
30	The Disney Channel	67	Outdoor Channel
31	Cartoon Network	68	National Geographic
32	ESPN	97	QVC
33	ESPN 2	99	C-Span

EXHIBIT 8

PINE TREE CABLEVISION

PEMBROKE, MAINE

PINE TREE CABLEVISION - Pembroke, ME

Basic and premium channel line-up

2	WLBZ NBC	29	USA
3	HBO*	32	LIFETIME
4	CHSJ CBC	33	THE WEATHER CHANNEL
5	WABI CBS	34	TV GUIDE
6	ZDTV	35	DISNEY CHANNEL
7	WVII ABC	36	NICKELODEON
8	PAX NET	38	CARTOON *
9	CKLT ATV	39	SCI-FI
10	FOX NET	40	DISCOVERY *
11	AMERICA 1 NET	41	ANIMAL PLANET *
12	WB NET	42	LEARNING *
13	WMED	43	TRAVEL *
14	SHOWTIME	44	QVC *
15	NESN	45	TURNER CLASSIC MOVIES *
16	ESPN	50	TV LAND
17	TNT *	51	TRINITY
18	WTBS *	52	MTV
19	VALUEVISION	53	VH-1
20	WGN	54	THE NASHVILLE NETWORK
21	CNN *	55	COUNTRY MUSIC
23	CNN-HN *	56	C-SPAN
24	FOX NEWS	57	C-SPAN II
25	CNBC	58	MACHIAS LOCAL
27	THE MOVIE CHANNEL	59	EASTPORT LOCAL
28	A&E	60	LUBEC LOCAL

"*" denotes vertically integrated programming.

Without vertically integrated programming

1	TVN PREVIEWS	29	USA
2	WLBZ NBC	32	LIFETIME
3	HBO	33	THE WEATHER CHANNEL
4	CHSJ CBC	34	TV GUIDE
5	WABI CBS	35	DISNEY CHANNEL
6	ZDTV	36	NICKELODEON
7	WVII ABC	38	CARTOON
8	PAX NET	39	SCI-FI
9	CKLT ATV	40	DISCOVERY
10	FOX NET	41	ANIMAL PLANET
11	AMERICA 1 NET	42	LEARNING
12	WB NET	43	TRAVEL
13	WMED	44	QVC
14	SHOWTIME	45	TURNER CLASSIC MOVIES
15	NESN	50	TV LAND
16	ESPN	51	TRINITY
17	TNT	52	MTV
18	WTBS	53	VH-1
19	VALUEVISION	54	THE NASHVILLE NETWORK
20	WGN	55	COUNTRY MUSIC
21	CNN	56	C-SPAN
23	CNN-HN	57	C-SPAN II
24	FOX NEWS	58	MACHIAS LOCAL
25	CNBC	59	EASTPORT LOCAL
27	THE MOVIE CHANNEL	60	LUBEC LOCAL
28	A&E		

EXHIBIT 9

SEMO COMMUNICATIONS

ANNISTON, MISSOURI

SEMO COMMUNICATIONS - Anniston, MO

Basic and premium channel line-up

2	SEMO on Cable Guide	32	USA Network
3	ABC/KPOB - Poplar Bluff, MO	33	The Sci-Fi Channel
4	QVC Home Shopping *	34	WTBS *
5	UPN/WDKA - Paducah, KY	35	TNT *
6	Home Shopping Network	36	Turner Classic Movies *
7	NBC - Paducah, KY	37	American Movie Classics *
8	PBS / WKMU - Murray, KY	38	Disney
9	FOX / KBSI - Cape Girardeau, MO	39	Nickelodeon
10	WTCT / Religious - Marion, IL	40	Cartoon Network *
11	PAX TV	41	The Discovery Life *
13	CBS / KFVS - Cape Girardeau, MO	42	The Learning Channel *
14	HBO *	43	The Travel Channel *
15	Cinemax *	44	Animal Planet *
16	Encore	45	A&E
17	Showtime	46	The History Channel
18	The Movie Channel	47	Lifetime
19	Black Entertainment Television	48	Home & Garden Television
20	The Weather Channel	49	TV Food Network *
21	Cable News Network *	50	Comedy Central *
22	CNBC	51	Fox Family Channel
23	Headline News *	52	Odyssey
24	Great American Country	53	TV Land
25	VH1	54	WGN
26	MTV	55	E! Entertainment *
27	The Nashville Network	56	C-Span
28	ESPN	57	C-Span2
29	ESPN2	58	Fox News
30	Fox Sports Midwest	59	Court TV *
31	The Outdoor Channel	60	FX

"*" denotes vertically integrated programming.

Without vertically integrated programming

2	SEMO On Cable Guide	32	USA Network
3	ABC / KPOB - Poplar Bluff, MO	33	The Sci-Fi Channel
4	QVC Home Shopping	34	WTBS
5	UPN / WDKA - Paducah, KY	35	TNT
6	Home Shopping Network	36	Turner Classic Movies
7	NBC - Paducah, KY	37	American Movie Classics
8	PBS / WKMU - Murray, KY	38	Disney
9	FOX / KBSI - Cape Girardeau, MO	39	Nickelodeon
10	WTCT / Religious - Marion, IL	40	Cartoon Network
11	PAX TV	41	The Discovery Channel
13	CBS / KFVS - Cape Girardeau, MO	42	The Learning Channel
14	HBO	43	The Travel Channel
15	Cinemax	44	Animal Planet
16	Encore	45	A&E
17	Showtime	46	The History Channel
18	The Movie Channel	47	Lifetime
19	Black Entertainment Television	48	Home & Garden Television
20	The Weather Channel	49	TV Food Network
21	Cable News Network	50	Comedy Central
22	CNBC	51	Fox Family Channel
23	Headline News	52	Odyssey
24	Great American Country	53	TV Land
25	VH1	54	WGN
26	MTV	55	E! Entertainment
27	The Nashville Network	56	C-SPAN
28	ESPN	57	C-SPAN2
29	ESPN2	58	Fox News
30	Fox Sports Midwest	59	Court TV
31	The Outdoor Channel	60	FX

EXHIBIT 10

SHEN-HEIGHTS TV

SHENANDOAH, PENNSYLVANIA

SHEN-HEIGHTS TV - Shenandoah, PA

Basic and premium channel line-up

2	WYOU	32	Lifetime
3	WBRE	33	TNT *
4	WVIA	34	A&E
5	WOLF	35	CNBC
6	WNEP	36	Discovery *
7	WSWB	37	Trinity
8	KYW	38	EWTN
9	WGN	39	Nickelodeon
10	WCAU/local	40	VH-1
11	WPIX	41	CMT
12	PCN	42	TNN
13	WPVI	43	MTV
14	WUPN	44	E! *
15	WYLN	45	TLC *
16	QVC *	46	Cartoon Network *
17	HSN	47	Sci-Fi Channel
18	HSN2	48	Weather Channel
19	Penny's Classified	56	Travel Channel *
23	Disney	57	C-Span
24	CNN *	58	Comedy Central *
25	AMC *	59	Outdoor Channel
26	Fox Family	60	History Channel
27	WTBS*	61	MSNBC
28	USA	62	Home & Garden
29	Comcast Sports *	63	Food Network *
30	ESPN	64	Speedvision *
31	ESPN 2	65	TV Guide Channel

"*" denotes vertically integrated programming.

Without vertically integrated programming

2	WYOU	32	Lifetime
3	WBRE	33	TNT
4	WVIA	34	A&E
5	WOLF	35	CNBC
6	WNEP	36	Discovery
7	WSWB	37	Trinity
8	KYW	38	EWTN
9	WGN	39	Nickelodeon
10	WCAU/local	40	VH-1
11	WPIX	41	CMT
12	PCN	42	TNN
13	WPVI	43	MTV
14	WUPN	44	E!
15	WYLN	45	TLC
16	QVC	46	Cartoon Network
17	HSN	47	Sci-Fi Channel
18	HSN2	48	Weather Channel
19	Penny's Classified	56	Travel Channel
23	Disney	57	C-Span
24	CNN	58	Comedy Central
25	AMC	59	Outdoor Channel
26	Fox Family	60	History Channel
27	WTBS	61	MSNBC
28	USA	62	Home & Garden
29	Comcast Sports	63	Food Network
30	ESPN	64	Speedvision
31	ESPN 2	65	TV Guide Channel